

1 Neel Chatterjee (SBN 173985)
2 *nchatterjee@goodwinlaw.com*
3 James Lin (SBN 310440)
4 *jlin@goodwinlaw.com*
5 **GOODWIN PROCTER LLP**
6 135 Commonwealth Drive
7 Menlo Park, California 94025
8 Tel.: +1 650 752 3100
9 Fax.: +1 650 853 1038

10 Brett Schuman (SBN 189247)
11 *bschuman@goodwinlaw.com*
12 Shane Brun (SBN 179079)
13 *sbrun@goodwinlaw.com*
14 Rachel M. Walsh (SBN 250568)
15 *rwalsh@goodwinlaw.com*
16 Hayes P. Hyde (SBN 308031)
17 *hhyde@goodwinlaw.com*
18 **GOODWIN PROCTER LLP**
19 Three Embarcadero Center
20 San Francisco, California 94111
21 Tel.: +1 415 733 6000
22 Fax.: +1 415 677 9041

23 Hong-An Vu (SBN 266268)
24 *hvu@goodwinlaw.com*
25 Todd A. Boock (SBN 181933)
26 *tboock@goodwinlaw.com*
27 **GOODWIN PROCTER LLP**
28 601 S. Figueroa Street, 41st Floor
29 Los Angeles, California 90017
30 Tel.: +1 213 426 2500
31 Fax.: +1 213 623 1673

32 Attorneys for Defendant: Otto Trucking LLC

33 **UNITED STATES DISTRICT COURT**

34 **NORTHERN DISTRICT OF CALIFORNIA – SAN FRANCISCO DIVISION**

35 WAYMO LLC,

36 Case No. 3:17-cv-00939-WHA

37 Plaintiff,

38 **DECLARATION OF SHANE BRUN I/S/O
39 DEFENDANT OTTO TRUCKING LLC'S
40 ADMINISTRATIVE MOTION TO FILE
41 UNDER SEAL**

42 UBER TECHNOLOGIES, INC.;
43 OTTOMOTTO LLC; OTTO TRUCKING
44 LLC,

45 Courtroom: 8, 19th Floor
46 Judge: Hon. William H. Alsup

47 Defendants.

48 Filed/Lodged Concurrently with:

- 49 1. Admin. Mot. to File Documents Under Seal
- 50 2. [Proposed] Order
- 51 3. Redacted/Unredacted Versions
- 52 4. Proof of Service

1 I, Shane Brun, declare as follows:

2 1. I am a partner at the law firm of Goodwin Procter LLP, counsel of record for
 3 Defendant Otto Trucking LLC (“Otto Trucking”). I make this declaration based upon matters
 4 within my own personal knowledge and if called as a witness, I could and would competently
 5 testify to the matters set forth herein. I make this declaration in support of Defendant Otto
 6 Trucking’s Administrative Motion to File Under Seal Portions of its Response to Waymo’s
 7 Supplemental Offer of Proof Regarding Otto Trucking and Supplemental Opposition to Otto
 8 Trucking’s Motion for Summary Judgment [Dkt. 2056] and exhibits thereto (the “Administrative
 9 Motion”).

10 2. I have reviewed the following documents and confirmed that only the portions
 11 identified below merit provisional sealing:

Document	Portions to Be Filed Under Seal	Parties Claiming Confidentiality
Otto Trucking’s Response	Highlighted portions	Otto Trucking
Exhibit 1 to the Brun Declaration	Highlighted Portions	Plaintiff (green) Defendants (blue)
Exhibit 2 to the Brun Declaration	Highlighted Portions	Plaintiff (green) Defendants (blue)
Exhibit 3 to the Brun Declaration	Entire Document	Defendants
Exhibit 4 to the Brun Declaration	Highlighted Portions	Plaintiff (green) Defendants (blue)
Exhibit 5 to the Brun Declaration	Entire Document	Defendants Plaintiffs
Exhibit 6 to the Brun Declaration	Highlighted portions	Plaintiff (green) Defendants (blue)

26 3. The highlighted portions of Otto Trucking’s Response and Exhibits 4 and 6, as well
 27 as the entirety of Exhibit 5 include highly confidential, sensitive business information relating to
 28

1 negotiations of the terms of Otto Trucking's agreements, its corporate structure, and sensitive
2 financial and business information. This information is not publicly known, and its confidentiality
3 is strictly maintained. I understand that this information could be used by competitors to Otto
4 Trucking's detriment, including in the context of negotiating business deals. If such information
5 were made public, I understand Otto Trucking's competitive standing could be significantly
6 harmed.

7 4. Exhibits 1, 2, 4, 6, as well as the entirety of Exhibits 3 and 5 contain information
8 that Plaintiff Waymo LLC (“Waymo”) and Defendants Uber Technologies, Inc., Ottomotto LLC
9 (collectively, “Uber”) have designated “Confidential” or “Highly Confidential – Attorneys’ Eyes
10 Only” pursuant to the Protective Order in this case. Otto Trucking states no position about whether
11 the confidentiality designations are appropriate.

12 5. Otto Trucking anticipates that Waymo and Uber will file any necessary
13 declarations to seal the above information pursuant to Local Rule 79-5.

14 6. Otto Trucking's request to seal is narrowly tailored to those portions of Otto
15 Trucking's Motion and its supporting documents that merit sealing.

16 I declare under penalty of perjury under the laws of the United States that the foregoing is
17 true and correct. Executed this 25th day of October, 2017 in Menlo Park, California.

/s/ *Shane Brun*
Shane Brun

CERTIFICATE OF SERVICE

I hereby certify that I electronically filed the foregoing document including all of its attachments with the Clerk of the Court for the United States District Court for the Northern District of California by using the CM/ECF system on **October 25, 2017**. I further certify that all participants in the case are registered CM/ECF users and that service of the publicly filed documents will be accomplished by the CM/ECF system.

I certify under penalty of perjury that the foregoing is true and correct. Executed on
October 25, 2017.

/s/ Shane Brun
SHANE BRUN